SECURITIES AND FUTURES ACT (CAP. 289)
SECURITIES AND FUTURES (DISCLOSURE OF INTERESTS) REGULATIONS 2012

# NOTIFICATION FORM FOR TRUSTEE-MANAGER OR RESPONSIBLE PERSON IN RESPECT OF CHANGES IN ITS INTEREST IN SECURITIES

FORM **6** (Electronic Format)

## Explanatory Notes

1. Please read the explanatory notes carefully before completing this notification form.

2. This form is for a Trustee-Manager or Responsible Person to give notice under section 137R(1)(a) or 137ZC(1)(a) of the Securities and Futures Act (Cap. 289) (the "SFA").

3. This electronic Form 6 and a separate Form C, containing the particulars and contact details of the Trustee-Manager/Responsible Person must be completed by a person authorised by the Trustee-Manager/ Responsible Person to do so. The person so authorised should maintain records of information furnished to him by theTrustee-Manager/Responsible Person.

4. This form and Form C, are to be completed electronically. The Trustee-Manager/Responsible Person will attach both forms to the prescribed SGXNet announcement template for dissemination as required under section 137R(1) or 137ZC(1) of the SFA, as the case may be. While Form C will be attached to the announcement template, it will not be disseminated to the public and is made available only to the Monetary Authority of Singapore (the "Authority").

5. A single form may be used by a Trustee-Manager/Responsible Person for more than one transaction resulting in notifiable obligations which occur within the same notifiable period (i.e. within one business day of the earliest transaction). There must be no netting-off of two or more notifiable transactions even if they occur within the same day.

6. All applicable parts of the notification form must be completed. If there is insufficient space for your answers, please include attachment(s) by clicking on the paper clip icon on the bottom left-hand corner or in item 10 of Part II. The total file size for all attachment(s) should not exceed 1MB.

7. Except for item 4 of Part II, please select only one option from the relevant check boxes.

8. Please note that submission of any false or misleading information is an offence under Part VII of the SFA.

9. The term "Listed Issuer" as used in this form refers to -

   (a) a registered business trust (as defined in the Business Trusts Act (Cap. 31A)) any or all of the units in which are listed for quotation on the official list of a securities exchange;

   (b) a recognised business trust any or all of the units in which are listed for quotation on the official list of a securities exchange, such listing being a primary listing; or

   (c) a collective investment scheme that is a trust, that invests primarily in real estate and real estate-related assets specified by the Authority in the Code on Collective Investment Schemes, and any or all the units in which are listed for quotation on the official list of a securities exchange, such listing being a primary listing ("Real Estate Investment Trust").

10. For further instructions and guidance on how to complete this notification form, please refer to section 9 of the User Guide on Electronic Notification Forms which can be accessed at the Authority's Internet website at http://www.mas.gov.sg (under "Regulations and Financial Stability", "Regulations, Guidance and Licensing", "Securities, Futures and Fund Management", "Forms", "Disclosure of Interests").

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## Part I - General

1. Name of Listed Issuer:

Soilbuild Business Space REIT

2. Type of Listed Issuer:

- ☐ Registered/Recognised Business Trust
- ☑ Real Estate Investment Trust

3. Name of Trustee-Manager/Responsible Person:

SB REIT Management Pte. Ltd.

4. Is the Trustee-Manager/Responsible Person also a substantial unitholder of the Listed Issuer?

- ☐ Yes
- ☑ No

## Part II - Transaction Details

Transaction A

1. Date of acquisition of or change in interest:

   12-Nov-2015

2. Date on which the Trustee-Manager/Responsible Person became aware of the acquisition of, or change in, interest (*if different from item 1 above, please specify the date*):

   12-Nov-2015

3. Explanation (*if the date of becoming aware is different from the date of acquisition of, or change in, interest*):

4. Type of securities which are the subject of the transaction *(more than one option may be chosen)*:

   - [x] Ordinary voting units
   - [ ] Other type of units (*excluding ordinary voting units)*
   - [ ] Rights/Options/Warrants over units
   - [ ] Debentures
   - [ ] Rights/Options over debentures
   - [ ] Others (*please specify*):

5. Number of units, rights, options, warrants and/or principal amount of debentures acquired or disposed of by Trustee-Manager/Responsible Person:

   2,088,818 units in Soilbuild Business Space REIT ("Units")

6. Amount of consideration paid or received by Trustee-Manager/Responsible Person (*excluding brokerage and stamp duties*):

   Management fees (S$1,514,716.04) and lease management fees (S$162,814.13)

7. Circumstance giving rise to the interest or change in interest:

Acquisition of:

- ☐ Securities via market transaction
- ☐ Securities via off-market transaction (*e.g. married deals*)
- ☐ Securities via physical settlement of derivatives or other securities
- ☐ Securities pursuant to rights issue
- ☐ Securities via a placement
- ☐ Securities following conversion/exercise of rights, options, warrants or other convertibles
- ☑ Securities as part of management, acquisition and/or divestment fees paid by the Listed Issuer

Disposal of:

- ☐ Securities via market transaction
- ☐ Securities via off-market transaction (*e.g. married deals*)

Other circumstances:

- ☐ Acceptance of take-over offer for Listed Issuer
- ☐ Corporate action by Listed Issuer (*please specify*):

- ☐ Others (*please specify*):

8. Quantum of interests in securities held by Trustee-Manager/Responsible Person before and after the transaction. Please complete relevant table(s) below (*for example, Table 1 should be completed if the change relates to ordinary voting units of the Listed Issuer; Table 4 should be completed if the change relates to debentures*):

Table 1. Change in respect of **ordinary voting units** of Listed Issuer

| *Immediately before the transaction* | *Direct Interest* | *Deemed Interest* | *Total* |
|---|---|---|---|
| No. of ordinary voting units held: | 0 | 0 | 0 |
| As a percentage of total no. of ordinary voting units: | 0 | 0 | 0 |
| *Immediately after the transaction* | *Direct Interest* | *Deemed Interest* | *Total* |
| No. of ordinary voting units held: | 2,088,818 | 0 | 2,088,818 |
| As a percentage of total no. of ordinary voting units: | 0.224 | 0 | 0.224 |

9. Circumstances giving rise to deemed interests (*if the interest is such*):
*[You may attach a chart(s) in item 10 to illustrate how the Trustee-Manager/Responsible Person's deemed interest, as set out in item 8 tables 1 to 6, arises]*

10. Attachments (*if any*):

*(The total file size for all attachment(s) should not exceed 1MB.)*

11. If this is a **replacement** of an earlier notification, please provide:

(a) SGXNet announcement reference of the **first** notification which was announced on SGXNet (*the "Initial Announcement"*):

(b) Date of the Initial Announcement:

(c) 15-digit transaction reference number of the relevant transaction in the Form 6 which was attached in the Initial Announcement:

12. Remarks (*if any*):

Percentage of total number of units is based on 934,441,690 Units in Soilbuild Business Space REIT as at 12 November 2015.

Please see item 12 in respect of Transaction B below for further details in relation to this transaction.

*Transaction Reference Number (auto-generated):*

| 6 | 5 | 3 | 4 | 4 | 2 | 3 | 4 | 2 | 0 | 5 | 3 | 6 | 1 | 3 |
|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|

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Transaction B

1. Date of acquisition of or change in interest:

12-Nov-2015

2. Date on which the Trustee-Manager/Responsible Person became aware of the acquisition of, or change in, interest (*if different from item 1 above, please specify the date*):

12-Nov-2015

3. Explanation (*if the date of becoming aware is different from the date of acquisition of, or change in, interest*):

4. Type of securities which are the subject of the transaction *(more than one option may be chosen)*:

- [x] Ordinary voting units
- [ ] Other type of units (*excluding ordinary voting units)*
- [ ] Rights/Options/Warrants over units
- [ ] Debentures
- [ ] Rights/Options over debentures
- [ ] Others (*please specify*):

5. Number of units, rights, options, warrants and/or principal amount of debentures acquired or disposed of by Trustee-Manager/Responsible Person:

2,088,818 Units

6. Amount of consideration paid or received by Trustee-Manager/Responsible Person (*excluding brokerage and stamp duties*):

S$1,650,166.22

7. Circumstance giving rise to the interest or change in interest:

Acquisition of:

- [ ] Securities via market transaction
- [ ] Securities via off-market transaction (*e.g. married deals*)
- [ ] Securities via physical settlement of derivatives or other securities
- [ ] Securities pursuant to rights issue
- [ ] Securities via a placement
- [ ] Securities following conversion/exercise of rights, options, warrants or other convertibles
- [ ] Securities as part of management, acquisition and/or divestment fees paid by the Listed Issuer

Disposal of:

- [ ] Securities via market transaction
- [x] Securities via off-market transaction (*e.g. married deals*)

Other circumstances:

- [ ] Acceptance of take-over offer for Listed Issuer
- [ ] Corporate action by Listed Issuer (*please specify*):

- [ ] Others (*please specify*):

8. Quantum of interests in securities held by Trustee-Manager/Responsible Person before and after the transaction. Please complete relevant table(s) below (*for example, Table 1 should be completed if the change relates to ordinary voting units of the Listed Issuer; Table 4 should be completed if the change relates to debentures*):

Table 1. Change in respect of **ordinary voting units** of Listed Issuer

| *Immediately before the transaction* | *Direct Interest* | *Deemed Interest* | *Total* |
|---|---|---|---|
| No. of ordinary voting units held: | 2,088,818 | 0 | 2,088,818 |
| As a percentage of total no. of ordinary voting units: | 0.224 | 0 | 0.224 |
| *Immediately after the transaction* | *Direct Interest* | *Deemed Interest* | *Total* |
| No. of ordinary voting units held: | 0 | 0 | 0 |
| As a percentage of total no. of ordinary voting units: | 0 | 0 | 0 |

9. Circumstances giving rise to deemed interests (*if the interest is such*):
*[You may attach a chart(s) in item 10 to illustrate how the Trustee-Manager/Responsible Person's deemed interest, as set out in item 8 tables 1 to 6, arises]*

10. Attachments (*if any*):

*(The total file size for all attachment(s) should not exceed 1MB.)*

11. If this is a **replacement** of an earlier notification, please provide:

(a) SGXNet announcement reference of the **first** notification which was announced on SGXNet (*the "Initial Announcement"*):

(b) Date of the Initial Announcement:

(c) 15-digit transaction reference number of the relevant transaction in the Form 6 which was attached in the Initial Announcement:

12. Remarks (*if any*):

Percentage of total number of units is based on 934,441,690 Units in Soilbuild Business Space REIT as at 12 November 2015.

SB REIT Management Pte. Ltd. (the "Manager and Lease Manager") is entitled to receive 2,088,818 Units as payment of the base component of the management fee and lease management fee for the period from 1 July 2015 to 30 September 2015 (both dates inclusive). SB REIT Management Pte. Ltd. has nominated Mr Lim Chap Huat to receive

such Units in its place in accordance with the terms of the trust deed constituting Soilbuild Business Space REIT, which allows the Manager and Lease Manager to nominate any person to receive such Units.

*Transaction Reference Number (auto-generated):*

| | | | | | | | | | | | | | |
|---|---|---|---|---|---|---|---|---|---|---|---|---|---|
| 6 | 5 | 3 | 4 | 1 | 0 | 2 | 4 | 3 | 2 | 3 | 6 | 1 | 3 | 1 |

*Item 13 is to be completed by an individual submitting this notification form on behalf of the Trustee-Manager/ Responsible Person.*

13. Particulars of Individual completing this notification form:

(a) Name of Individual:

Teo Seng Wah Roy

(b) Designation:

Acting Chief Executive Officer

(c) Name of entity:

SB REIT Management Pte. Ltd.